

MARK TWAIN BANK, N.A.

November 24, 1987

Interstate Commerce Commission  
12th & Constitution N.W.  
Washington, D.C. 20423

Attn: Mildred Lee  
Room 2303

Dear Mildred:

Please accept this as a transmittal letter of instruction on the

85 foot Pullman Standard 44 seat coach car; Floor Plan  
7617 Lot 6844; Union Pacific 5428 DON 1950

Enclosed are the following documents in duplicate form:

|                                   |               |
|-----------------------------------|---------------|
| ICC Financing Statement Agreement | (fee \$10.00) |
| Security Agreement and Addendum   | (fee \$10.00) |
| Notarized Bill of Sale            | (fee \$10.00) |
| Promissory note                   | (fee \$10.00) |

The above documents are between two parties:

DEBTOR: St. Louis Car Company  
c/o The Innsbrook Corporation  
222 South Central, Suite 800  
Clayton, MO 63105

SECURED PARTY: Mark Twain Bank  
2628 Big Bend Blvd.  
St. Louis, MO 63143

Please properly record documents, keeping one set for your files and returning the other to the Bank by certified mail. All forms are notarized as requested. A \$40.00 check is enclosed to cover charges.

Sincerely,

*Debbie Keating*

MARK TWAIN BANK

RECORDATION NO. **1 5393** FILED 1425

DEC 2 1987 10:50 AM

INTERSTATE COMMERCE COMMISSION

DATE **12-2-87**

Fee \$ **40.00**

ICC Washington, D.C.

Interstate Commerce Commission  
Washington, D.C. 20423

OFFICE OF THE SECRETARY

Debbie Keating  
Mark Twain Bank, N.A.  
2628 Big Bend Blvd.  
St. Louis, MO 63143

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12-2-87 at 10:50AM, and assigned re-recording number(s) 15392 & 15392-A, B, & C & 15393 & 15393-A, B, & C

Sincerely yours,

*Norita R. McGehee*  
Secretary

Enclosure(s)

BEFORE THE INTERSTATE  
COMMERCE COMMISSION

FINANCING STATEMENT AGREEMENT

RECORDATION NO. 1 5393

DEC 2 1987 10 10 AM  
INTERSTATE COMMERCE COMMISSION

DEBTOR: ST. LOUIS CAR COMPANY  
c/o the Innsbrook Corporation  
222 South Central, Suite 800  
Clayton, MO 63105

SECURED PARTY: MARK TWAIN BANK  
2628 Big Bend Blvd.  
St. Louis, MO 63143

PROPERTY SECURED: 85 foot Pullman Standard 44 seat coach car;  
Floor plan 7617 lot 6844; Union Pacific 5428  
DON 1950 AKA Alaska Railroad Car #5428

THIS FINANCING STATEMENT AGREEMENT IS FILED WITH DEBTOR'S SIGNATURE  
TO PERFECT A SECURITY INTEREST IN COLLATERAL PER ATTACHED PROMISSORY NOTE.

ST. LOUIS CAR COMPANY

BY: [Signature]  
Edmund J. Boyce, Jr.,  
Chairman

MARK TWAIN BANK

BY: [Signature]  
H.O. Watkins,  
Senior Vice-President

STATE OF MISSOURI )  
COUNTY OF ST. LOUIS }

On this 24th day of November, 1987, before me a Notary Public,  
personally appeared Edmund J. Boyce, Jr., who being first duly sworn upon  
oath, and stated that he is the Chairman of St. Louis Car  
Company, and stated that the corporation is the Debtor herein, that the  
corporation approves the foregoing Financing Statement Agreement and that  
the statements therein contained are true and correct to the best of the  
corporation's knowledge and belief.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal the day  
and year above written.

My Commission expires: 4/8/90

Mary Ann Immekus  
Notary Public

MARY ANN IMMEKUS, NOTARY PUBLIC  
County of St. Louis, State of Missouri  
My Commission Expires April 8, 1990

STATE OF MISSOURI )  
COUNTY OF ST. LOUIS }

On this 24th day of November, 1987, before me a Notary Public,  
personally appeared H.O. Watkins, who being first duly sworn upon  
oath, and stated that he is the Senior Vice-President of Mark Twain  
Bank, and that he signed the foregoing documents as Senior Vice  
President of the Mark Twain Bank, and that the statements  
therein contained are true and correct to the best of his knowledge and  
belief.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal the day  
and year above written.

My Commission expires: 4/8/90

Mary Ann Immekus  
Notary Public

MARY ANN IMMEKUS, NOTARY PUBLIC  
County of St. Louis, State of Missouri  
My Commission Expires April 8, 1990